

(Under Corporate Insolvency Resolution Process)

December 31, 2019

National Stock Exchange of India Ltd
Listing Department
Exchange Plaza, 5th Floor,
Plot No: C/1, G - Block, Bandra -
Kurla Complex, Bandra (East),
Mumbai – 400 051
NSE Symbol: ORCHIDPHAR

BSE Limited
Corporate Relationship Department
1st floor, New Trading Ring
Rotunda Building, P J Towers
Dalal Street, Fort
Mumbai - 400 001
BSE Code: 524372

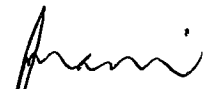
Dear Sir/Madam,

Sub: Scrutinizer's Report on the Voting Results of 26th Annual General Meeting

In terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, please find enclosed the Scrutinizer's Report on the Voting results of the 26th Annual General Meeting.

Thanking you,

Yours faithfully,



Mani S
President –API, CSR&SH&E



Encl.: a/a

Suite No. 103, First Floor, Kaveri Complex
No. 96/104, Nungambakkam High Road
(Next to NABARD & ICICI Bank)
Nungambakkam, Chennai - 600 034
Phone No. 044 - 4553 0256
4553 0257 / 4265 2127
E-mail: csdhanapal@gmail.com
website: www.csdhanapal.com

S Dhanapal & Associates

Practising Company Secretaries

Partners

S. Dhanapal, B.Com., B.A.B.L., F.C.S
N. Ramanathan, B.Com., F.C.S
Smita Chirimar, M.Com., F.C.S, DCG(ICSI)
R. Pratheepa, B.C.S., A.C.S

Report of Scrutinizer

[Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014]

To,

Mr. S.V.Ramkumar
Resolution Professional

M/s. Orchid Pharma Limited

(under Corporate Insolvency Resolution Process vide Honourable National Company Law Tribunal (NCLT), Chennai order dated 17.08.2017)
Chennai

Dear Sir,

I, N. Ramanathan, Partner of M/s. S Dhanapal & Associates, a firm of Practising Company Secretaries, appointed as Scrutinizer of M/s. Orchid Pharma Limited ("the Company under CIRP") for the purpose of scrutinizing e-voting process (remote e-voting) and voting through ballot paper in connection with the 26th Annual General Meeting (AGM) of the Company pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, in respect of the below mentioned resolutions proposed at the 26th Annual General Meeting of the Equity Shareholders of M/s. Orchid Pharma Limited, held on Monday, the 30th day of December, 2019 at 11.00 A.M. at Sri Thyaga Brahma Gana Sabha (Vani Mahal), No.103, G N Chetty Road, Parthasarathi Puram, T Nagar, Chennai - 600 017, submit the combined results of voting by electronic means (remote e-voting) & voting through ballot paper as under.

SD

N. Ramanathan



S Dhanapal & Associates

Practising Company Secretaries

The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and voting through ballot paper by the shareholders on the resolutions proposed in the Notice of the 26th Annual General Meeting of the Company is the responsibility of the Company. My responsibility as a Scrutinizer is to ensure that the voting process, through electronic means and voting through ballot paper at the meeting are conducted in a fair and transparent manner and render consolidated scrutiner's report of the total votes cast in favour or against, if any, on the resolutions, based on the reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL) and voting through ballot paper at the meeting.

The consolidated results of the voting are as under:

Resolution No. 1 - Adoption of the Audited Financial Statements for the year ended 31st March, 2019 together with the Reports of the Directors and Auditors thereon

| Voting | No. of Shares | No. of Members |
|----------------------|----------------------|-----------------------|
| Total Votes Cast | 3653096 | 144 |
| Less: Invalid votes | 199 | 10 |
| Net Valid votes cast | 3652897 | 134 |
| Votes cast in favour | 3648316 | 73 |
| Votes Cast against | 4581 | 61 |

% of total valid votes cast in favour of the resolution: 99.87 %

% of total valid votes cast against the resolution: 0.13%

Resolution No. 2 - Fixation of Remuneration of Cost Auditors

| Voting | No. of Shares | No. of Members |
|----------------------|----------------------|-----------------------|
| Total Votes Cast | 3653121 | 145 |
| Less: Invalid votes | 199 | 10 |
| Net Valid votes cast | 3652922 | 135 |
| Votes cast in favour | 3615313 | 70 |
| Votes Cast against | 37609 | 65 |

% of total valid votes cast in favour of the resolution: 98.97%

% of total valid votes cast against the resolution: 1.03%

SD

N. Dhanapal



S Dhanapal & Associates

Practising Company Secretaries

Note:

The Company is under Corporate Insolvency Resolution Process pursuant to the Insolvency and Bankruptcy Code, 2016 vide order of Honourable National Company Law Tribunal, Chennai dated 17.08.2017 and AGM was chaired by the Chairperson elected amongst shareholders present in the meeting with Resolution Professional Mr. S.V. Ramkumar. The report is prepared on strength of voting through ballot papers by shareholders at the AGM and evoting details downloaded from website of National Securities Depository Limited.

Date: 31.12.2019

Thanking you,
Yours faithfully,

For S Dhanapal & Associates
(A firm of Practising Company Secretaries)



A handwritten signature in black ink, appearing to read "N. Ramanathan".

N.Ramanathan
Partner

Membership # F6665

CP # 11084

UDIN: F006665A000544730

A stylized logo consisting of the letters "S" and "D" in a bold, italicized font, where the "S" and "D" are connected.